

EXHIBIT III-5



Jeffrey A. Masoner

Vice President
Interconnection Services Policy and Planning
Wholesale Marketing

2107 Wilson Boulevard
Arlington, VA 22201

Phone 703 974-4610
Fax 703 974-0314
jeffrey.a.masoner@verizon.com

July 2, 2004

«Contact_Name»
«Contact_Title»
«Contact_Company»
«CLEC»
«Contact_Address_Line_1» «Contact_Address_Line_2»
«Contact_City», «Contact_State» «Contact_ZIP»

Subject: NOTICE OF DISCONTINUATION OF UNBUNDLED NETWORK ELEMENTS

This letter provides the additional information that was referenced in Verizon's May 18, 2004 letter (distributed in all Verizon East states except Pennsylvania) and Verizon's June 8, 2004 letter (distributed in Pennsylvania) which provided formal notice that after August 22, 2004 and September 9, 2004, respectively, Verizon will no longer provide, under Section 251(c)(3) of the Communications Act, either: (i) unbundled Enterprise Switching, whether alone or in combination with any other network element (e.g., combinations of Enterprise Switching and DS-1 or above capacity loops, referred to herein as "Enterprise UNE-P"), or (ii) unbundled shared transport for use with Enterprise Switching. Neither this letter nor the May 18 and June 8 letters addresses unbundled local circuit switching, unbundled network element platform, or associated shared transport provided to mass market customers (i.e., below four lines).

The additional information is a listing of the surcharges (Attachment 1) referenced in the May 18, 2004 and June 15, 2004 letters:

"Verizon is prepared to work with your company to migrate its existing Enterprise UNE-P arrangements to suitable alternative services (such as resale or an alternative commercial arrangement) prior to August 22, 2004. Should your company fail to migrate its Enterprise UNE-P service arrangements to an alternative service on or before that date, Verizon will begin billing any Enterprise UNE-P arrangements that remain in place after August 22, 2004 at a rate equivalent to the Section 251(c)(4) resale rate for business service applicable in that jurisdiction in order to avoid service disruption. The new rate will be effected by means of a surcharge that will be added to the applicable Enterprise UNE-P rates. Additional information about this surcharge will be forwarded to your company shortly. If your company prefers not to pay the resale equivalent rates, your company may of course terminate any Enterprise UNE-P service arrangements through existing disconnect processes."

The surcharges shown in Attachment 1 will be effected by raising the UNE Port monthly recurring rate by the amounts specified in the attachment.

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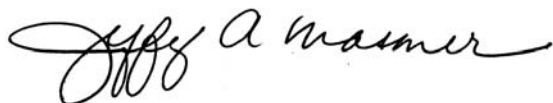
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Also as a reminder, Verizon is prepared to enter into commercial negotiations for alternative service arrangements that may offer certain advantages over resale under Section 251(c)(4) of the Act. If your company has not already commenced commercial negotiations with Verizon and wishes to do so, please contact the following Verizon representative to obtain a nondisclosure agreement under which such negotiations may be conducted:

Mr. Michael D. Tinyk
Verizon Services Corp.
Suite 500
1515 North Courthouse Road
Arlington, VA 22201
Phone: 703-351-3159
Fax: 703-351-3664
Email: michael.d.tinyk@Verizon.com

As a final reminder, you were previously requested to notify Verizon in writing by July 1, 2004 (July 22, 2004 for Pennsylvania) if you believe that your company's interconnection agreement requires Verizon to continue providing Enterprise Switching and related shared transport after the effective dates in the notification letters (discussed above). If you have not already done so, please provide any such written support you wish to offer to Mr. Michael Tinyk at the address shown above. Unless valid written support is received by Verizon, Verizon will give effect to the foregoing notice after August 22, 2004 (September 9, 2004 for Pennsylvania).



Vice President Interconnection Services

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ATTACHMENT 1

Enterprise Switching Platform Surcharges							
State	MA	NH	NY	RI	NJ	PA	MD
DS1 Port Surcharge	\$ 802.14	\$ 843.71	\$1,288.02	\$1,400.03	\$ 439.17	\$ 307.27	\$ 435.29
PRI Port Surcharge	\$ 901.52	\$ 767.62	\$ 966.73	\$ 465.57	\$ 553.83	\$ 361.33	\$ 500.27
State	ME	VA	WV	DC	DE	VT	
DS1 Port Surcharge	\$ 568.09	\$ 238.82	\$ 597.55	\$ 253.94	\$ 566.38	\$ 623.73	
PRI Port Surcharge	\$ 587.50	\$1,592.23	\$ 537.80	\$ 292.70	\$ 493.02	\$ 609.82	